

RHODE ISLAND COMMERCE CORPORATION
MEETING OF DIRECTORS
PUBLIC SESSION
JUNE 23, 2014

The Board of Directors of the Rhode Island Commerce Corporation (the “Corporation”) met on Monday, June 23, 2014, in Public Session, beginning at 5:00 p.m. at the offices of the Corporation, located at 315 Iron Horse Way, Suite 101, Providence, RI 02908, pursuant to the notice of meeting to all Directors, and the public notice of meeting, a copy of which is attached hereto as Exhibit A, as required by the By-Laws of the Corporation and applicable to Rhode Island law.

The following Directors were present and participated throughout the meeting as indicated: Governor Lincoln D. Chafee, Ms. Maeve Donohue, Ms. Shannon Brawley, Mr. Roland Fiore, Mr. George Nee, Dr. Nancy Carriuolo, Mr. Jason Kelly, and Ms. Elizabeth Francis.

Directors absent were: Mr. Jerauld Adams, Mr. Karl Wadensten, Ms. Judith Diaz, Mr. Stanley Weiss, and Mr. Tim Hebert.

Also present were: Marcel Valois and Thomas Carlotto.

1. CALL TO ORDER AND OPENING REMARKS

Governor Chafee called the meeting to order at 5:00 p.m. indicating

that a quorum was present.

2. TO CONSIDER FOR APPROVAL THE PUBLIC AND EXECUTIVE SESSION MINUTES FOR THE MEETING HELD ON MAY 19, 2014

Upon motion duly made by Mr. Nee and seconded by Ms. Brawley, the following vote was adopted:

VOTED: To approve the Public and Executive Session Minutes of the meeting of May 19, 2014, as submitted to the Board of Directors.

Voting in favor of the foregoing were: Ms. Maeve Donohue, Ms. Shannon Brawley, Mr. Roland Fiore, Mr. George Nee, Dr. Nancy Carriuolo, Mr. Jason Kelly, and Ms. Elizabeth Francis.

Voting against the foregoing were: None.

3. EXECUTIVE DIRECTOR'S REPORT

Governor Chafee introduced Marcel Valois to discuss the Executive Director's Report. See Exhibit B. Mr. Valois stated that a detailed report was available in the Board Member's packages for review; however, he would briefly address a table and matrix contained in said Executive Director's Report. Mr. Valois stated that his report contains a matrix that identifies initiatives that the Corporation, along with various partners, can implement in Rhode Island to positively

impact commerce based upon impact and cost. He noted that following the matrix, his report contains a table that specifically addresses each initiative and potential partners for implementing the same.

4. TO RECEIVE A PRESENTATION ON MANUFACTURING FACILITIES TRENDS FROM NINIGRET PARTNERS

Governor Chafee introduced Kevin Hively of Ninigret Partners to give a presentation regarding manufacturing facilities trends. See Exhibit C. Mr. Hively thanked the Board Members for providing him with an opportunity to give a presentation at their meeting. Mr. Hively noted that manufacturing is re-emerging and will become more important if communities prepare themselves for the re-emergence. He continued that the United States needs to maintain places for people to work and make things and also assist people in creating their own jobs. Mr. Hively also noted that the United States needs to get serious about manufacturing job training.

Mr. Hivley then went on to note that the death of manufacturing is overstated, and, manufacturing in fact contributed more than 500,000 jobs to the economic recovery from 2010 through 2012. He added that one of the reasons for the resurgence is the closing of the gap in the cost to manufacture in the United States as opposed to China. Mr. Hively explained to the Board Members that the future of manufacturing has already arrived in New England, specifically

through additive manufacturing, molecular/nano manufacturing and small batch production. Despite the arrival of the future of manufacturing, Mr. Hively noted that much of the available industrial real estate is not compatible with the needs of contemporary advanced manufacturing. He continued that rather than using the existing industrial infrastructure, contemporary industrial space will be necessary to accommodate changes in the manufacturing process and the related logistic requirements. Mr. Hively also added that it may be cost prohibitive to repurpose the historic mill and industrial buildings in Rhode Island in an attempt to outfit them for today's manufacturing needs. To that end and in conclusion, Mr. Hively added that it may be time for "new industrialism" zoning to meet the needs of today's manufacturing requirements and explained how that could be achieved in Rhode Island.

5. TO RECEIVE A STATUS UPDATE REGARDING RHODEMAP RI

Governor Chafee next called on Kevin Flynn to give the Board of Directors a status update with regard to RhodeMap RI. See Exhibit D.

Mr. Flynn thanked the Board Members for providing him with an opportunity to update them on RhodeMap RI. He noted that he specifically wanted to address where the RhodeMap RI process currently stands. Mr. Flynn explained that RhodeMap RI uses an integrated place based approach to create a regional plan for sustainable development through: (i) transportation; (ii) water; (iii) land use; (iv) economic development; and (v) housing.

Mr. Flynn noted that to date the work completed by RhodeMap RI is the creation of an economic development data collection and analysis report entitled Economy RI with the assistance of Fourth Economy and an equity profile of RI with the assistance of PolicyLink and PERE. Further, with respect to outreach, RhodeMap RI has conducted open work sessions, public forums, focus groups, and meetings; created a social media presence; conducted various open houses throughout the State of Rhode Island; created a consortium of 30+ member organizations; and created an economic development committee. He then moved on to discuss various economic development themes that could be employed by Rhode Island and the RhodeMap RI team. In conclusion, Mr. Flynn discussed the next steps for RhodeMap RI and the creation of an economic development plan.

6. TO REVIEW AND DISCUSS THE DRAFT FISCAL YEAR 2015 BUDGET FOR THE CORPORATION

Governor Chafee called on Mr. Valois to give the Board of Directors a presentation with regard to the draft fiscal years 2015 budget for the Corporation. See Exhibit E. Mr. Valois advised the Board Members that the Executive Committee of the Corporation's Board of Directors will review and approve the draft budget prior to the next meeting, at which point the budget will be put in front of the full Board of Directors for approval. He continued with a brief overview of the budget and explanation of certain items identified thereon. He

concluded by noting that Adam Quinlan, the Corporation's CFO, would be available to answer any questions the Board Members may have regarding the draft budget.

7. TO CONSIDER FOR APPROVAL A SOLAR PROJECT INSPECTOR VENDOR FOR THE RENEWABLE ENERGY FUND

Governor Chafee called on Hannah Morini to give the Board of Directors a presentation with regard to a solar project inspector vendor for the Renewable Energy Fund (the "REF"). See Exhibit F. Ms. Morini then introduced Shauna Beland to address the agenda item as she will be the point of contact for the solar project inspector vendor. Ms. Beland indicated that the REF's contract with its current solar project inspector expires at the end of June and as a result the REF sent out an RFP for a new solar project inspector. She added that the criteria for the selection were (i) a technical proposal; (ii) qualifications and experience; and (iii) a cost proposal. Ultimately the REF received two applications to serve as the solar project inspector vendor.

Upon motion duly made by Ms. Donohue and seconded by Mr. Fiore, the following vote was adopted:

VOTED: To approve the retention of the Cadmus Group, Inc., to act as the solar project inspector vendor for the Renewable Energy Fund, pursuant to the Resolution submitted to the Board of Directors.

Voting in favor of the foregoing were: Ms. Maeve Donohue, Ms. Shannon Brawley, Mr. Roland Fiore, Mr. George Nee, Dr. Nancy Carriuolo, Mr. Jason Kelly, and Ms. Elizabeth Francis.

Voting against the foregoing were: None.

A copy of the Resolution is attached hereto as Exhibit G.

8. TO CONSIDER AUTHORIZATION OF THE SMALL BUSINESS LOAN FUND CORPORATION AS THE ADMINISTRATIVE ENTITY FOR THE AMERICAN RECOVERY AND REINVESTMENT ACT LOAN FUND

Governor Chafee called on Mr. Valois to give the Board of Directors a presentation with regard to authorization of the Small Business Loan Fund Corporation (the “SBLFC”) as the administrative entity for the American Recovery and Reinvestment Act loan fund (the “Fund”). Mr. Valois provided the Board Members with a brief background regarding the Fund and the administration of the same and explained that the SBLFC was suited to administer the Fund.

Upon motion duly made by Mr. Nee and seconded by Ms. Brawley, the following vote was adopted:

VOTED: To authorize the Small Business Loan Fund Corporation to act as the administrative entity responsible for the administration of

the American Recovery and Reinvestment Act loan fund, pursuant to the Resolution submitted to the Board of Directors.

Voting in favor of the foregoing were: Ms. Maeve Donohue, Ms. Shannon Brawley, Mr. Roland Fiore, Mr. George Nee, Dr. Nancy Carriuolo, Mr. Jason Kelly, and Ms. Elizabeth Francis.

Voting against the foregoing were: None.

A copy of the Resolution is attached hereto as Exhibit H.

9. TO CONSIDER ISSUES RELATED TO THE LITIGATION PENDING BEFORE THE PROVIDENCE SUPERIOR COURT KNOWN AS RHODE ISLAND ECONOMIC DEVELOPMENT CORPORATION V. WELLS FARGO SECURITIES, LLC, ET AL

Upon motion duly made by Ms. Francis and seconded by Mr. Nee, the following vote was adopted:

VOTED: That, pursuant to Rhode Island General Law Section 42-46-5(a)(2) to enter into executive session to consider issues related to the litigation pending before the providence superior court known as Rhode Island Economic Development Corporation v. Wells Fargo Securities, LLC, et al.

Voting in favor of the foregoing were: Ms. Maeve Donohue, Ms. Shannon Brawley, Mr. Roland Fiore, Mr. George Nee, Dr. Nancy Carriuolo, Mr. Jason Kelly, and Ms. Elizabeth Francis.

Voting against the foregoing were: None.

Members of the board, counsel and staff entered into closed session at 6:04 p.m.

The public session reconvened at 6:57 p.m.

Upon motion duly made by Ms. Brawley and seconded by Mr. Nee, the following vote was adopted:

VOTED: That the minutes of the Executive Session shall not be made available to the public, except as to the portions of such minutes as the Board of Directors ratifies and reports in public session of this meeting.

Voting in favor of the foregoing were: Ms. Maeve Donohue, Ms. Shannon Brawley, Mr. Roland Fiore, Mr. George Nee, Dr. Nancy Carriuolo, Mr. Jason Kelly, and Ms. Elizabeth Francis.

Voting against the foregoing were: None.

Mr. Carlotto stated that during the Executive Session a unanimous vote of the Board was taken in accordance with Rhode Island General Law Section 42-46-4(b)(2) to keep all votes taken in the Executive Session confidential so as not to jeopardize any strategy, negotiation,

or investigation undertaken with respect to the litigation.

Vote to Adjourn.

There being no further business in Public Session, the meeting was adjourned by unanimous consent at 7:00 p.m., upon motion made by Mr. Nee and seconded by Dr. Carriuolo.

Thomas Carlotto, Secretary